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SECURITIES AND EXCRANGE CONSTITUTION Washington, D.C. 20549

#### ANNUAL AUDITED REPORT FORM X-17A-5 PART III

11-16

OMB APPROVAL

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SEC FILE NUMBER

8-35955

#### **FACING PAGE**

Information Required of Brokers and Dealers Pursuant to Section 17 of the Securities Exchange Act of 1934 and Rule 17a-5 Thereunder

EPORT FOR THE PERIOD B	eginning	1/01/02 MM/DD/YY	_ AND ENDING _	NOVDD/YY
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AME AND TELEPHONE NU	MBER OF PER	SON TO CONTACT IN	REGARD TO TH	IS REPORT
		en e	(201	) 592-9900
James C. Ad	kerman		(201	(Area Code — Telephone No.)
				(race com — recpuse 170.)
	B. ACC	OUNTANT IDENTIF	ICATION	
NDEPENDENT PUBLIC ACC	OTINTANT WE	ose oninion is contained in	this Penorts	
Rosenberg I		Berman & Compan		
	(Name	— if individual, state last, first, mide	ile name)	•
380 Foothi	ll Road	Bridgewater	ГИ	08807
(Address)	· · · · · · · · · · · · · · · · · · ·	(Ciry)	(Zate)	Zip Cox
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<sup>\*</sup>Claims for exemption from the requirement that the annual report be covered by the opinion of an independent public accountant must be supported by a statement of facts and circumstances relied on as the basis for the exemption. See section 240.17a-5(e)(2).

#### DATE

	or affirm) that, to the
best of my knowledge and belief the accompanying financial statement and supporting schedules pert  Sloan Securities Corporation	airing to the firm of
nor any partner, proprietor, principal officer or director has any proprietary interest in any account class	
a customer, except as follows:	some sorey as that of
none	
	:
Jur alper	
President Title	•
Notary Public ANTOINETTE KENNEDY	
My Commission Expires November 1, 2007	
This report** contains (check all applicable boxes):	
Q (b) Statement of Financial Condition.	
(c) Statement of Income (Loss).	•
☑ (d) Statement of Changes in Financial Condition.	
(e) Statement of Changes in Stockholders' Equity or Partners' or Sole Proprietor's Capital.	
(f) Statement of Changes in Liabilities Subordinated to Claims of Creditors.	•
(g) Computation of Net Capital  (h) Computation for Determination of Reserve Requirements Pursuant to Rule 15c3-3.	
<ul> <li>(i) Information Relating to the Possession or control Requirements Under Rule 15c3-3.</li> <li>(j) A Reconciliation, including appropriate explanation, of the Computation of Net Capital Under Computation for Determination of the Reserve Requirements Under Exhibit A of Rule 15c3</li> <li>(k) A Reconciliation between the audited and unaudited Statements of Financial Condition with restablished.</li> </ul>	3-3.
(1) An Oath or Affirmation.	
<ul> <li>(m) A copy of the SIPC Supplemental Report.</li> <li>(n) A report describing any material inadequacies found to exist or found to have existed since the date.</li> </ul>	ate of the previous audit.
**For conditions of confidential treatment of certain portions of this filing, see section 240.17a-5(e)(3,	).

Sloan Securities Corp. Financial Statements and Supplementary Schedules Pursuant to Rule 17a-5 of the Securities and Exchange Commission Year Ended October 31, 2003

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Independent Auditors' Report

To the Board of Directors and Stockholders of Sloan Securities Corp.

We have audited the statement of financial condition of Sloan Securities Corp. as of October 31, 2003 and the related accompanying statements of income, changes in stockholders' equity, changes in subordinated borrowings, and cash flows for the year then ended. These financial statements are the responsibility of the company's management. Our responsibility is to express an opinion on these financial statements based on our audit.

We conducted our audit in accordance with auditing standards generally accepted in the United States of America. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements. An audit also includes assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall financial statement presentation. We believe that our audit provides a reasonable basis for our opinion.

In our opinion, the financial statements referred to above present fairly, in all material respects, the financial position of Sloan Securities Corp. as of October 31, 2003 and the results of its operations and its cash flows for the year then ended in conformity with accounting principles generally accepted in the United States of America.

Our audit was made for the purpose of forming an opinion on the basic financial statements taken as a whole. The accompanying supplementary information is presented for purposes of additional analysis and is not a required part of the basic financial statements, but is supplementary information required by Rule 17a-5 of the Securities and Exchange Commission. Such information has been subjected to the auditing procedures applied in the audit of the basic financial statements and, in our opinion, is fairly stated in all material respects in relation to the basic financial statements taken as a whole.

Bridgewater, New Jersey December 4, 2003 Rosenberg Rich Baker Berman & Company

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- Accredited in Business Valuation
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- \*Certified Financial Planner
- **▲**Certified Fraud Examiner

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# Sloan Securities Corp. Statement of Financial Condition October 31, 2003

Assets		
Cash and equivalents	\$	120,499
Deposit with clearing agent		100,000
Due from clearing agent		31,706
Marketable investment securities		8,025
Prepaid expenses and other assets	_	2,961
Total Current Assets		263,191
Office equipment, at cost, less accumulated depreciation of \$527		933
Total Assets	_	264,124
Liabilities and Stockholders' Equity		
Liabilities		
Accrued expenses		6,330
Commissions payable		89,642
Income taxes payable		3,182
Payroll taxes payable		3,659
Total Current Liabilities		102,813
Agent deposit		25,000
Loans subordinated to the claims of general creditors		240,000
Total Liabilities		367,813
Commitments and Contingencies		-
Stockholders' Equity (Impairment)		•
Common stock, no par value, 2,500 shares authorized; 200 shares issued and outstanding		18,000
Paid-in capital		99,599
Retained deficit		(221,288)
Total Stockholders' Equity (Impairment)		(103,689)
Total Liabilities and Stockholders' Equity	\$_	264,124
See accompanying notes to the financial statements.		

#### Sloan Securities Corp. Statement of Income Year Ended October 31, 2003

Revenues	
Commissions	\$ 1,295,996
Advisory fees	14,925
Interest	3,156
Gain on marketable investment securities	500
Total Income	1,314,577
Operating Expenses	
Commissions	877,694
Payroll	143,125
Payroll taxes and benefits	15,076
Clearing charges	104,759
Office	11,955
Insurance	8,673
Regulatory fees	12,471
Dues and subscriptions	. 1,888
Telephone	5,130
Professional fees	19,720
Travel	17,151
Entertainment	14,234
Automobile leasing expenses	8,318
Charity	600
Interest	16,799
Website design and maintenance	2,354
Rent	19,929
Depreciation	487
Consulting	1,558
	1,281,921
	<del></del>
Income Before Income Taxes	32,656
Provision for State Income Taxes	3,782
Net Income	\$28,874

See accompanying notes to the financial statements.

# Sloan Securities Corp. Statement of Changes in Stockholders's Equity Year Ended October 31, 2003

$\sim$				<b>~</b> •	
1 0	177	m	$\alpha$ n	Stock	

	Shares		Amount	-	Paid-in Capital	Retained Deficit	Total
Balance, October 31, 2002	200	\$	18,000	\$	99,599	(250,162) \$	(132,563)
Net income for the year ended October 31, 2003	-		_		<u>-</u>	28,874	28,874
Balance, October 31, 2003	200	_\$_	18,000	_\$_	99,599 \$	(221,288) \$	(103,689)

See accompanying notes to the financial statements.

# Sloan Securities Corp. Statement of Changes in Subordinated Borrowings Year Ended October 31, 2003

Subordinated borrowings at October 31, 2002	\$	240,000
Increases		•
Decreases	_	-
Subordinated borrowings at October 31, 2003	\$_	240,000

#### Sloan Securities Corp. Statement of Cash Flows Year Ended October 31, 2003

Cash Flows From Operating Activities:		
Net Income	\$	28,874
Adjustments to reconcile net income to net cash provided by operating activities:		
Gain on investment in securities		(500)
Depreciation		487
Decreases (increases) in assets		
Due from clearing agent		(31,706)
Prepaid expenses and other assets		1,495
Increases (decreases) in liabilities		
Accrued expenses		(36,053)
Commissions payable		89,642
Income taxes payable		3,182
Payroll taxes payable		2,066
Agent deposit	_	25,000
Net Cash Flows Provided by Operating Activities	_	82,487
Net Increase in Cash and Equivalents		82,487
Cash and Equivalents, Beginning of Year	_	138,012
Cash and Equivalents, End of Year	\$=	220,499
Supplemental Cash Flow Information:		
Interest paid	\$_	57,585
Income taxes paid	\$_	600

Supplemental Disclosure of Non Cash Investing and Financing Activities:

Deposit with clearing agent was reclassified from cash and equivalents as of November 1, 2002. Such deposits remain on hand as of October 31, 2003.

See accompanying notes to the financial statements.

## Sloan Securities Corp. Notes to Financial Statements

#### NATURE OF THE BUSINESS AND SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Nature of the Business - The Company is a Registered Broker Dealer with the Securities and Exchange Commission (SEC), a member of the National Association of Securities Dealers (NASD) and is a member of the Municipal Securities Rulemaking Board (MSRB). The Company is an on-line brokerage firm that sells securities and provides banking and investment advisory services to corporations and individuals located in twenty states of the United States and various Western European countries.

Estimates and Uncertainties - The preparation of financial statements in conformity with generally accepted accounting principles requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the financial statements and the reported amounts of revenues and expenses during the reporting period. Actual results, as determined at a later date, could differ from those estimates.

Cash Equivalents - The Company considers all highly liquid debt instruments purchased with a maturity of three months or less to be cash equivalents.

Marketable Investment Securities - Marketable securities are valued at fair market with the resulting realized difference between cost and market (or fair value) included in income. Fair market value fluctuations of securities maintained by the company are adjusted monthly with the resulting unrealized appreciation or depreciation included in the current income statement.

Income Taxes - The Company complies with Statement of Financial Accounting Standards No. 109 (SFAS 109). "Accounting for Income Taxes," which requires an asset and liability approach to financial accounting and reporting for income taxes. Deferred income tax assets and liabilities are computed annually for differences between the financial statement and tax basis of assets and liabilities that will result in taxable or deductible amounts in the future based on enacted tax laws and rates applicable to the periods in which the differences are expected to affect taxable income. Valuation allowances are established when necessary to reduce deferred tax assets to the amount expected to be realized. Income tax expense is the tax payable plus or minus the change during the period in deferred tax assets and liabilities.

Advertising Costs - Advertising costs are expensed as incurred. There was no advertising expense for the year ended October 31, 2003.

**Securities Transactions** - Customers' securities transactions are reported on a settlement date basis with related commission income reported on a trade-date basis.

**Commissions** - Commissions and related clearing expenses are recorded on a trade-date basis as securities transactions occur.

**Depreciation** - The cost of office equipment is depreciated for financial reporting purposes on a straight-line basis over the estimated useful lives of the assets: 3 years for computer equipment. Repairs and maintenance expenditures which do not extend the useful lives of the related assets are expensed as incurred.

## Sloan Securities Corp. Notes to Financial Statements

#### CONCENTRATIONS OF BUSINESS AND CREDIT RISK.

At times throughout the year, the Company may maintain certain bank accounts in excess of FDIC insured limits.

The Company is subject to credit risk arising from its transactions with its counterparties for securities purchases and sales. Credit risk is the amount of accounting loss that the Company would incur if the counterparty fails to perform its obligations under the contractual terms.

The Company clears all it's security transactions through one clearing agent.

#### MARKETABLE INVESTMENT SECURITIES

This represents the Company's ownership of stock and warrants of a private placement offering. As of October 31, 2003, cost approximates fair value.

#### LOANS SUBORDINATED TO THE CLAIMS OF GENERAL CREDITORS

Loans subordinated to the claims of general creditors at October 31, 2003 have been issued subject to Subordinated Loan Agreements (the "Agreements") pursuant to the rules and regulations of the National Association of Securities Dealers, Inc. The loans consist of a \$100,000 note payable due February 22, 2005, a \$75,000 note payable due January 1, 2004 and a \$20,000 note payable due December 31, 2004. These loans are due to a majority stockholder.

Additional loans consisting of a \$20,000 note payable due January 1, 2004 and a \$25,000 note payable due December 18, 2004 are due to a related party.

Interest is payable at the rate of 7% per annum on the aforementioned loans.

The Agreement is withdrawable by the lender at the stated maturity date, or retirement can be accelerated by the Company. The subordinated loans can be retired only if, after giving effect to such retirement, the Company meets net capital requirements governing withdrawal of subordinated debt.

#### **NET CAPITAL REQUIREMENTS**

The Company is subject to the Securities and Exchange Commission Uniform Net Capital Rule 15c3-1 which requires the maintenance of minimum net capital and requires that the ratio of aggregate indebtedness to net capital, both as defined, shall not exceed 15 to 1. At October 31, 2003, the Company has net capital of \$129,426 which was \$124,426 in excess of its required net capital. The Company's net capital ratio was .99 to 1.

#### RELATED PARTY TRANSACTIONS

Loans subordinated to the claims of general creditors bear interest payable monthly at the rate of 7% per annum and are due on various dates. Interest expense to the stockholder and related party during the year ended October 31, 2003 was \$16,799. As of October 31, 2003, there was no interest payable on the loans.

## Sloan Securities Corp. Notes to Financial Statements

#### INCOME TAXES

The Company has, for federal income tax reporting purposes, a net operating loss carryover of approximately \$200,000 expiring at various dates through 2022. At October 31, 2003, the Company has a deferred tax asset of approximately \$55,000 which has been offset by a 100% valuation allowance. The valuation allowance decreased \$7,000 during the year.

#### **OPERATING LEASES**

The Company leases an automobile under a non-cancellable operating lease requiring future minimum monthly payments of \$777 through July 2006.

Lease expense was \$8,318 for the year ended October 31, 2003.

The Company leases office space in Fort Lee from a related party on a month to month basis currently at a rate of \$1,500 per month. The Company also leases office space in Staten Island on a month to month basis at a rate of \$2,650. Rent expense under these agreements amounted to \$19,929 for the year ended October 31, 2003.

#### SIMPLE IRA PLAN

On March 31, 2000, the Company established a Simple IRA pension plan, covering all employees who earned \$5,000 or more, per year, during any prior year of employment. The Company will contribute a matching contribution to each eligible employee's Simple IRA equal to the employee's salary reduction contributions up to a limit of 3% of the employee's compensation for the year. The employer contribution for the year ended October 31, 2003 was \$4,127.

# Sloan Securities Corp. Supplementary Information Computation of Net Capital Under Rule 15c3-1 of the Securities and Exchange Commission October 31, 2003

NET CAPITAL	
Total Stockholders' Impairment	\$ (103,689)
Add: Subordinated borrowings allowance in computation of net capital	240,000
Total capital and allowable subordinated borrowings	136,311
Deductions and/or Charges:	
Non-allowable assets:	
Fixed assets	933
Prepaid expenses	2,377
Securities not readily marketable	2,200
Total non-allowable assets	5,510
Net Capital before Haircuts on Securities Positions	130,801
Haircut on marketable securities	1,375
Net Capital	\$129,426
AGGREGATE INDEBTEDNESS	\$127,813
COMPUTATION OF BASIC NET CAPITAL REQUIREMENTS	
Minimum net capital required (6 2/3% of aggregate indebtedness)	\$8,520
Minimum dollar net capital requirement	\$ 5,000
Excess Net Capital at 1,500 percent	\$124,426_
Excess Net Capital at 1,000 percent	\$116,644
Ratio of Aggregate Indebtedness to Net Capital	.99 to 1

There are no material differences between the computation of net capital presented above and the computation of net capital reported in the Company's unaudited Form X-17A-5, Part IIA filing as of October 31, 2003.

See accompanying notes to financial statements.

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## Accountants' Report on Internal Accounting Control Required by SEC Rule 17a-5

Board of Directors
Sloan Securities Corp.

In planning and performing our audit for the financial statements of Sloan Securities Corp. (the Company) for the year ended October 31, 2003, we considered its internal control, including control activities for safeguarding securities, in order to determine our auditing procedures for the purpose of expressing our opinion on the financial statements and not to provide assurance on the internal control.

Also, as required by rule 17a-5(g)(1) of the Securities and Exchange Commission (SEC), we have made a study of the practices and procedures followed by the Company including tests of such practices and procedures that we considered relevant to the objectives stated in rule 17a-5(g) in making the periodic computations of aggregate indebtedness (or aggregate debits) and net capital under rule 17-a-3(a)(11) and for determining compliance with the exemptive provisions of rule 15c3-3. Because the Company does not carry securities accounts for customers or perform custodial functions relating to customer securities, we did not review the practices and procedures followed by the Company in any of the following:

- 1. Making quarterly securities examinations, counts, verifications, and comparisons.
- 2. Recordation of differences required by rule 17a-13.
- 3. Complying with the requirements for prompt payment for securities under Section 8 of Federal Reserve Regulation T of the Board of Governors of the Federal Reserve System.

The management of the Company is responsible for establishing and maintaining internal control and the practices and procedures referred to in the preceding paragraph. In fulfilling this responsibility, estimates and judgments by management are required to assess the expected benefits and related costs of controls, and of the practices and procedures referred to in the preceding paragraph, and to assess whether those practices and procedures can be expected to achieve the SEC's above-mentioned objectives. Two of the objectives of internal control and

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